

AGENDA

CORPORATIONS COMMITTEE

VIDEOCONFERENCE (COVINGTON & BURLING (SF)
& MANATT, PHELPS & PHILLIPS (LA))

Friday, July 13, 2007
9:30 a.m. to 12:30 p.m.

I. ADMINISTRATIVE MATTERS [10 MIN.]

1. Opening remarks and announcements: Deming/Wood
2. Approval of minutes: Sostrin
3. Update Corporate Law Departments: Deming/Wood

II. AGENCY AND LIAISONS' REPORTS [40 MIN.]

1. Securities and Exchange Commission: Tyson
2. NASD: Wood
3. Department of Corporations: LeBas/Monahan
4. Secretary of State: Bogart
5. Office of Governmental Affairs: Doyle
6. BLS Committee liaison reports
 - ADR: Lebrecht
 - Corporate Law Departments: Mathews
 - Cyberspace Law: Thompson
 - Financial Institutions: Occhiolini
 - Non-Profit Corporations: Sawyers
 - Partnerships and LLCs: Britt
 - UCC: Hong
 - Executive Committee

III. SUBCOMMITTEE REPORTS [90 MIN.]

1. Legislation: Harmon
 - ALP re: Close Corps: Harmon/Wood/Skinner/Weakley/Lebrecht
 - ALP re: Section 1101: Dibble/Stokdyk/Deming
 - New Legislation Update: Harmon

- AB 251 Corporate Distributions: Sawyers/Gemello/Britt
 - SB 294 Corporate Disclosure Act: Harmon/Deming/Deibert
 - Others
2. Communications/Website: Delfino
- E-bulletin Topics: Delfino
 - Misleading Minute Service: Sorensen (postponed pending input from AG's office)
 - Compensatory Benefit Regulations (postponed pending release of final regulations)
 - Incorporation Handbook
 - SB 294
 - Website Update
 - Extranet
3. Education/Publications: Hong
- Programs
 - Sep. 2007 Annual Meeting
 - Recent Developments
 - 25102(o)
 - Publications/BLN Article
 - M&A Topic
4. Litigation: Deibert

IV. ONGOING PROJECTS [30 MIN.]

1. Section 2115 Project: Britt/Lebrecht/Flanagan/Deming
2. Business Entity Name Issues: Thompson/Mathews
3. 25102(o) Reform: Wardle
4. Privilege Issues
 - ABA Task Force on Attorney-Client Privilege: Mathews/Froch
 - Letter re FRE 502(c)
 - Office of Rural Legal Assistance: Deibert
5. Venture Capital Opinion Project: Gemello

V. NEW BUSINESS [10 MIN.] (if needed)